



Application for an Electricity Generation Licence

Application Instructions

1. Purpose of this Form

Use this form to apply, under section 60 of the *Ontario Energy Board Act, 1998* (OEB Act), for an "electricity generation" licence. An electricity generation licence issued by the Ontario Energy Board (OEB) enables the licensee to generate electricity or provide ancillary services for sale through the IESO-administered markets or directly to another person; purchase electricity or ancillary services in the IESO-administered markets or directly from a generator; and, sell electricity or ancillary services through the IESO-administered markets or directly to another person, other than a consumer.

Feed-in Tariff program generators should use the licence application form specified for Feed-in Tariff program generators, which can be found on the "Apply for a Licence" page of the "Licences" section of the OEB's website at www.ontarioenergyboard.ca.

2. Completion Instructions

This form is in writeable PDF and can be completed electronically. If necessary, **responses may be continued on additional pages**. The applicant is encouraged to complete the form electronically, save the completed form and file it, along with any attachments, by e-mail to: boardsec@ontarioenergyboard.ca.

THE APPLICANT MUST ALSO SEND TWO PAPER COPIES OF THE COMPLETED AND SIGNED APPLICATION FORM, ALONG WITH TWO PAPER COPIES OF ANY ATTACHMENTS AND THE APPROPRIATE APPLICATION FEE TO:

Board Secretary
Ontario Energy Board
P.O. Box 2319
27th Floor
2300 Yonge Street
Toronto ON M4P 1E4

The OEB uses the following three main criteria to assess applicants for an electricity generation licence:

- The applicant's ability to be a financially viable entity with respect to the activities the applicant intends to undertake;
- The applicant's technical capability and experience with respect to the activities the applicant intends to undertake; and
- The applicant and its key individuals' past business history and conduct such that they afford reasonable grounds for belief that the applicant will carry on business in accordance with the law, integrity and honesty.

The information requested in this application form relates to the above noted criteria. The applicant must complete and file the information requested in this application form. The OEB may require information that is additional to the information filed in this application form. Also, filing of a completed application form does not preclude the applicant from filing additional information.

Any questions regarding the completion of this application should be directed to the OEB at IndustryRelations@ontarioenergyboard.ca.

3. Application and Registration Fees

A non-refundable application fee is required to process this application. Please enclose a cheque or money order made payable to the **ONTARIO ENERGY BOARD**. If a licence is issued, the licensee may be required to pay an annual registration fee. The amounts of the application fee and the annual registration fee are indicated on the "Apply for a Licence" page of the "Licences" section of the OEB's website at www.ontarioenergyboard.ca.

4. Confidentiality

Information filed as part of or in support of sections 12 to 16 of this application will be treated as confidential. All other information filed as part of or in support of this application will be placed on the public record. Where the applicant objects to public disclosure of information filed as part of or in support of sections other than sections 12 to 16, the applicant must follow the procedure set out in the OEB's Practice Direction on Confidential Filings.

5. Important Information

Applicants should consider the timelines required to process applications to avoid submitting applications too early or too late. Submitting applications too early without reasonable certainty of the proposed licensed activities will impede regulatory efficiency while submitting applications too late will leave the applicant to bear the risk of delayed commencement of licensed activities. Processing timelines are indicated on the "Apply for a Licence" page of the "Licences" section of the OEB's website at www.ontarioenergyboard.ca. If submitted incomplete, there may be a delay in processing the application.

Applicants must make a copy of the non-confidential sections of the application available to any person who requests a copy of the application.

Ontario Energy
Board
P.O. Box 2319
2300 Yonge Street
27th Floor
Toronto ON M4P 1E4
Telephone: 1-888-632-6273
Facsimile: (416) 440-7656

Commission de l'énergie
l'Ontario
C.P. 2319
2300, rue Yonge
27e étage
Toronto ON M4P 1E4
Téléphone: 1-888-632-6273
Télécopieur: (416) 440-7656



Application for an Electricity Generation Licence

For Office Use Only	
Application Number	EB-
Date Received	

1. The Applicant

Legal Name of the Applicant : Loyalist Solar LP

Business Classification:

☐ Sole Proprietor

☒ Partnership

☐ Corporation

☐ Other (describe) _____

Date of formation or incorporation: June 3, 2015

Place of formation or incorporation:

Province/State Ontario

Country Canada

If the applicant is an individual, the applicant must be at least 18 years old. If the applicant is an individual, is he or she at least 18 years old?

☒ Yes

☐ No

☐ Not Applicable - not an individual

Head Office or Business Address of Applicant

400, 214 11th Avenue SW

City

Calgary

Province/State

AB

Country

Canada

Postal/Zip Code

T2R 0K1

Phone Number

5877079635

Toll Free (if available)

E-mail Address

catalina@bluearth.ca

Website Address

http://www.bluearthrenewables.com/

2. Application Type

☒ New

☐ Renewal, provide the licence number and expiry date of the current licence.

Licence Number _____ Expiry Date _____

3. Licence Primary Contact

The licensee shall designate a person who will act as primary contact with the OEB on matters related to the licence.

Mr. <input type="radio"/>	Mrs. <input checked="" type="radio"/>	Last Name	First Name	Initial
Miss <input type="radio"/>	Ms. <input type="radio"/>	Matheson-King	Kelly	KM
Other <input type="radio"/>		Title/Position		
		Chief Operating Officer		
		Company Name		
		BER Ontario Solar GP Inc.		

Licence Primary Contact Address:

400, 214 11th Avenue SW

City	Province/State	Country	Postal/Zip Code
Calgary	AB	Canada	T2R 0K1

Phone Number	Toll Free (if available)	E-mail Address
4032142564 Ext 405		kelly@bluearth.ca

4. Application Primary Contact

☐ Indicate if same as above. Proceed to section 5.

The primary contact for the licence application may be a person within the applicant's organization other than the licence primary contact noted above. An applicant may also choose to designate a consultant, lawyer, etc. to be the primary contact for the licence application. The OEB will communicate with this person during the course of the application review process but with the licence primary contact after a licence is issued.

Mr. <input type="radio"/>	Mrs. <input type="radio"/>	Last Name	First Name	Initial
Miss <input checked="" type="radio"/>	Ms. <input type="radio"/>	Sanchez	Catalina	CS
Other <input type="radio"/>		Title/Position		
		Operations Coordinator		
		Company Name		
		BluEarth Asset Management Inc.		

Application Primary Contact Address:			
400, 214 11th Avenue SW			
City	Province/State	Country	Postal/Zip Code
Calgary	AB	Canada	T2R 0K1
Phone Number	Toll Free (if available)	E-mail Address	
587.707.9635		catalina@bluearth.ca	

5. Trade Names

The electricity generation licence authorizes the licensee to conduct business using the name under which the licence is held (i.e. the applicant's legal name). It also provides for the use of trade names by the licensee.

Does the applicant intend to use trade names?

- ☐ Yes, provide a list of trade names the applicant intends to use in the space provided below.
- ☒ No, proceed to section 6.

6. Applicant's Licensing Status and History

- (a) Has the applicant, an affiliate of the applicant, or an associated entity (e.g., a partnership or limited partnership), ever been licensed by the OEB? (The *Business Corporations Act* definition for affiliate can be found at www.e-laws.gov.on.ca)

- ☒ Yes, provide details of current and expired licences in the table below.
- ☐ No, proceed to 6(b).

Licensee Name	Relation to the Applicant (e.g., applicant itself, affiliate, partner...etc.)	Licence Number
Little Creek LP	Affiliate	EG-2013-0200
GoodLight LP	Affiliate	EG-2014-0027
LunarLight LP	Affiliate	EG-2014-0212
SunE Solar Spirit LP	Affiliate	EG-2014-0257
SparkleLight LP	Affiliate	EG-2013-0362

Application Primary Contact Address:			
400, 214 11th Avenue SW			
City	Province/State	Country	Postal/Zip Code
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Does the applicant intend to use trade names?

☐ Yes, provide a list of trade names the applicant intends to use in the space provided below.

☒ No, proceed to section 6.

6. Applicant's Licensing Status and History

(a) Has the applicant, an affiliate of the applicant, or an associated entity (e.g., a partnership or limited partnership), ever been licensed by the OEB? (The *Business Corporations Act* definition for affiliate can be found at www.e-laws.gov.on.ca)

☒ Yes, provide details of current and expired licences in the table below.

☐ No, proceed to 6(b).

Licensee Name	Relation to the Applicant (e.g., applicant itself, affiliate, partner...etc.)	Licence Number
Nodin Kitagan Limited Partnership	Affiliate	EG-2014-0023
Nodin Kitagan 2 Limited Partnership	Affiliate	EG-2014-0024
BluEarth Asset Management Inc.	Affiliate	EG-2014-0200

(b) Does the applicant, an affiliate of the applicant, or an associated entity have any other application(s) before the OEB?

☐ Yes, provide details in the table below.

☒ No, proceed to 6(c).

Applicant Name	Relationship to this Applicant	Type of Application	OEB File Number

(c) Has the applicant, an affiliate of the applicant, or an associated entity ever undertaken energy sector activity in any other jurisdiction within North America?

☒ Yes, provide details in the table below.

☐ No

Company Name	Relation to the Applicant	Jurisdiction	Business Activity	Name of Licensing Body and Licence/Registration No. (if applicable)
McNair Creek Hydro LP	Affiliate	BC	Power Generation	BC Hydro
Tyson Creek Hydro Corp.	Affiliate	BC	Power Generation	BC Hydro
Culliton Creek Power LP	Affiliate	BC	Power Generation	BC Hydro

7. Key Individuals

In the table below, identify all key individuals associated with the applicant's business. Key individuals include sole proprietors, each partner, all officers and directors of a corporation, all shareholders with 10% or more of the equity shares of a corporation, managers, and any other individuals with a beneficial interest.

Name of Key Individual	Title/Position within Applicant's Business (or identify company if not the Applicant's Business)
Grant Arnold	President and Chief Executive Officer - BluEarth Represe
Kelly Matheson-King	Chief Operating Officer - BluEarth Representative
Kathy Bolton	Chief Financial Officer - BluEarth Representative
Sheri M. Wise	EVP Controller- BluEarth Representative
Nick Boyd	EVP, Origination and Development BluEarth Representati
Shaun Wrubell	Director, Legal - BluEarth Representative
Matt Schwann	Director, Finance - BluEarth Representative

(b) Does the applicant, an affiliate of the applicant, or an associated entity have any other application(s) before the OEB?

☐ Yes, provide details in the table below.

☒ No, proceed to 6(c).

Applicant Name	Relationship to this Applicant	Type of Application	OEB File Number

(c) Has the applicant, an affiliate of the applicant, or an associated entity ever undertaken energy sector activity in any other jurisdiction within North America?

☒ Yes, provide details in the table below.

☐ No

Company Name	Relation to the Applicant	Jurisdiction	Business Activity	Name of Licensing Body and Licence/Registration No. (if applicable)
Bull Creek Wind Power Limited Partnership	Affiliate	AB	Power Generation	AUC

7. Key Individuals

In the table below, identify all key individuals associated with the applicant's business. Key individuals include sole proprietors, each partner, all officers and directors of a corporation, all shareholders with 10% or more of the equity shares of a corporation, managers, and any other individuals with a beneficial interest.

Name of Key Individual	Title/Position within Applicant's Business (or identify company if not the Applicant's Business)
Tyler Jans	Director, Business Development and Land- BluEarth Rep
Scott Hossie	Vice President, Origination - BluEarth Representative
Sandra Deluca	Assistant Controller - BluEarth Representative
David Suoliere	Mohawks of the Bay of Quinte Representative
Jamey Fitzgibbon	EVP, Engineering and Construction, BluEarth Representa

8. Intended Services and Markets

- (a) The OEB Act defines "ancillary services" as services necessary to maintain the reliability of the IESO-controlled grid, including frequency control, voltage control, reactive power, and operating reserve services. Does the applicant intend to sell electricity or ancillary services into the IESO administered market?

☒ Yes

☐ No

- (b) Does the applicant intend to settle with an electricity distributor for the electricity injected into the distribution system in accordance with the retail settlement system?

☐ Yes, please identify the electricity distributor _____

☒ No

- (c) Does the applicant intend to sell electricity to another person?

☐ Yes

☒ No

If yes, is this person a consumer (i.e., a person who uses, for the person's own consumption, electricity that the person did not generate)?

☐ Yes. The applicant may require a retailer licence. The application form can be found at www.ontarioenergyboard.ca

☐ No

9. Facility Description

Is the applicant applying to be licensed for more than one facility?

☐ Yes, please make a copy of sections 9, 10 and 11 for each facility and provide information for each facility

☒ No

Generation Type

☐ Diesel ☐ Natural Gas ☐ Water ☐ Wind

☒ Other, please specify Solar

Installed Capacity 54 MW

Number of Units 28 x 2 MW

If the applicant is selling ancillary services, please describe: NA

Facility name: Loyalist Solar LP

Facility Address: Nearest Address: 833 Miller Rd. Tamworth ON K0K3G0

Licence Responsibility/Qualification Sought

☐ Owner and Operator

☒ Owner Only. Please identify operator BluEarth Asset Management Inc.

☐ Operator Only. Please identify owner _____

If the applicant is applying for only one of the two qualifications, please provide information on the status of the other qualification. The information should include confirmation as to whether or not the person or entity seeking the other qualification is licensed; if licensed, please provide the licence number and, if not, indicate when an application for the other qualification will be filed with the OEB.

Loyalist Solar LP license will be included under BluEarth Asset Management Inc's Licence # EG-2014-0200.

10. Facility History and Status

Is the facility in commercial service?

☐ Yes, proceed to section 10(a)

☒ No, proceed to section 10(b) or 10(c) as applicable.

(a) Existing Facility in Commercial Service

When did this facility achieve commercial operation? _____

Is the applicant the original owner and operator?

☐ Yes

☐ No, identify previous owner and operator: _____

(b) New Facility

Has facility construction commenced?

☐ Yes

☒ No

What is the expected commercial in service date? November 2018

(c) Existing Facility **NOT** in Commercial Service

What is the expected commercial in service date? _____

Please provide a list of all other regulatory approvals required (e.g. environmental, municipal, etc.). Please identify the status of each approval.

See attached Schedule to section 10.

11. Connection

What is the voltage at the perimeter of the applicant's property from the output of the generation facility?

- ☐ 50 kV or less, proceed to section 11(a)
☒ greater than 50 kV, proceed to section 11(b)

- (a) The OEB Act defines a "distribution system" as a system for distributing electricity, and includes any structures, equipment or other things used for that purpose. "Distribute", with respect to electricity, means to convey electricity at voltages of 50 kV or less.

Describe the existing or future distribution system from the output of the generation facility to the connection point with the electricity distributor or to the connection point with the transmission system (e.g., length of line, transformers, etc.).

Does (or will) the applicant own and/or operate the distribution system?

- ☐ Yes
☐ No, identify the owner and/or operator of the distribution system _____

If yes, does the applicant own and/or operate the distribution system only for the purpose of conveying electricity from the generation facility to the IESO-controlled grid?

- ☐ Yes
☐ No, describe the purpose of the distribution system _____

If the answer to the question above is no, the applicant may require a distribution licence. The application form can be found at www.ontarioenergyboard.ca.

Does (or will) the distribution system connect the generation facility to an electricity distributor?

- ☐ Yes, identify the electricity distributor _____
☐ No, proceed to section 11(b)

- (b) The OEB Act defines a "transmission system" as a system for transmitting electricity, and includes any structures, equipment or other things used for that purpose. "Transmit", with respect to electricity, means to convey electricity at voltages of more than 50 kV.

Describe the existing or future transmission system from the output of the generation facility or applicant's distribution system to the connection point with the transmission network (e.g., length of line, transformers, etc.).

The Project will interconnect to HONI's H23B 230kV transmission system via a 100m overhead T-tap line connecting to a single 230kV/34.5kV 38/50/62 MVA Substation Step-Up Transformer

17. Notice

The OEB is authorized, under section 4.14 of the OEB Act, to collect personal information for the purpose of carrying out its duties and exercising its powers under the OEB Act or any other Act.

The information provided both on this form and attached to this form is being collected by the OEB for the purpose of determining whether the applicant is qualified to receive the licence for which it is applying.

In order to verify the information on this form and/or determine whether the applicant is qualified to receive the licence for which it is applying, it may be necessary for the OEB to collect additional information from some or all of the following sources: federal, provincial/state, or municipal governments; licensing bodies; law enforcement agencies; credit bureaus; and banks. Only information relevant to the application or the OEB's determination of the application will be collected by the OEB.

The public official who can answer questions about the collection of the information is:


Board Secretary
Ontario Energy Board
P.O Box 2319
2300 Yonge Street, 27th Floor
Toronto, ON
M4P 1E4

Tel: 416-481-1967 or 1-888-632-6273

Applicants are reminded that the OEB is subject to the *Freedom of Information and Protection of Privacy Act* (FIPPA). FIPPA addresses circumstances in which the OEB may, upon request, be required to release information that is in its custody or under its control, and generally prohibits the OEB from releasing personal information. "Personal Information" has the meaning given to it under FIPPA.

18. Certification and Acknowledgement

- (a) I certify that the information contained in this application and in the documents provided are true and accurate.
- (b) I understand and acknowledge that, as a licensee, I must provide information as the OEB may require from time to time.
- (c) I understand and acknowledge that the issuance of an electricity generation licence does not guarantee registration with the IESO or connection to a transmission or distribution system.

Print Name of Key Individual	Signature of Key Individual	Date
Kelly Matheson - King		July 13, 2017

If the applicant is a sole proprietor, he/she must sign.

If the applicant is a corporation, a person with authority to bind the corporation must sign.

If the applicant is a partnership, a partner with authority to sign on behalf of the partnership must sign.